

EXHIBIT C

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W.R. GRACE & CO., *et al.*,¹) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors) Objection Deadline: March 3, 2005 at 4:00 p.m.

**SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR COMPENSATION
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS SPECIAL LITIGATION COUNSEL TO W.R.
GRACE & CO., ET AL., FOR THE MONTHLY INTERIM PERIOD OF DECEMBER 1, 2004, THROUGH
DECEMBER 31, 2004, FOR THE QUARTERLY FEE PERIOD OF OCTOBER-DECEMBER 2004**

Name of Applicant: Woodcock Washburn LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors
and Debtors-in-Possession

Date of Retention: Retention Order entered January
22, 2003

Period for which compensation and
reimbursement is sought December 1, 2004, through
December 31, 2004

Amount of Compensation sought as actual,
reasonable and necessary: \$ 164,958.00

Amount of Expense Reimbursement sought as
actual, reasonable and necessary: \$92,377.99

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of December 2004. This is the 24th application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock, and the third application for services in the October - December 2004 quarter. The following applications have been filed previously with the Court:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
1/1 - 1/31/03	June 9, 2003	\$11,423.35	\$184.10
2/1 - 2/28/03	June 9, 2003	29,216.00	684.22
3/1 - 3/31/03	June 9, 2003	14,351.00	647.43
4/1 - 4/30/03	June 3, 2003	14,268.50	244.41
5/1 - 5/31/03	July 11, 2003	20,293.50	703.19
6/1 - 6/30/03	August 1, 2003	24,087.00	2,822.23
7/1 - 7/31/03	September 18, 2003	14,157.50	1,834.84
8/1 - 8/31/03	October 17, 2003	5,120.00	2,346.40
9/1 - 9/30/03	November 6, 2003	18,536.00	2,143.81
10/1 - 10/31/03	December 16, 2003	26,622.50	7,747.17
11/1 - 11/30/03	January 23, 2004	46,329.50	22.29
12/1 - 12/31/03	February 11, 2004	60,218.00	13,537.76
1/1 - 1/31/04	March 29, 2004	117,384.00	34,007.41
2/1 - 2/29/04	April 13, 2004	66,216.00	16,476.09
3/1 - 3/31/04	April 27, 2004	96,991.00	8,235.63
4/1 - 4/30/04	June 16, 2004	111,132.00	14,316.26
5/1 - 5/31/04	July 19, 2004	104,787.00	14,642.22
6/1 - 6/30/04	July 29, 2004	117,125.00	8,779.51
7/1 - 7/31/04	September 17, 2004	85,802.00	10,905.33
8/1 - 8/31/04	October 22, 2004	102,078.00	9,582.05
9/1 - 9/30/04	November 9, 2004	156,479.00	32,088.05
10/1 - 10/31/04	December 17, 2004	169,846.00	69,597.98
11/1 - 11/30/04	January 14, 2005	203,792.00	29,179.11
TOTAL		\$1,571,096.35	\$280,727.48

All fees and expenses for which compensation is sought in the current application were rendered by Applicant in connection with the specific matter for which it was retained as special litigation counsel: Representation of Debtor as intervening defendant in *David B. Bartholic and InterCat, Inc. v. Nol-Tec Systems, Inc. and W.R. Grace & Co.-Conn.*, civil action 03-CV-4886 (RHK/AJB), pending in the United States District Court for the District of Minnesota. Except for the fees specifically identified in the attached detail as "Fee

Application, Applicant" (totaling \$828.00) and "Travel Time" (totaling \$7,038.00), all fees for which application is made were in the category "Litigation and Litigation Consulting" in the Intercat case.

The attorneys of Applicant who rendered professional services in this case during the Fee Period are:

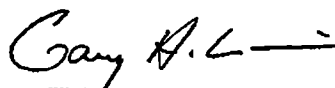
Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$460.00	47.9	\$22,034.00
David R. Bailey	Partner	1990	IP Litigation	\$380.00	126.6	\$48,108.00
Chad E. Ziegler	Associate	1997	IP Litigation	\$290.00	139.5	\$40,455.00
Frank T. Carroll	Associate	1998	IP Litigation	\$270.00	49.3	\$13,311.00
Karen Whitney	Associate	2001	IP Litigation	\$210.00	96.5	\$20,265.00
Larry Labella	Paralegal	-	IP Litigation	\$130.00	82.0	\$10,660.00
Suzanne Wallace	Paralegal	-	IP Litigation	\$ 90.00	112.5	\$10,125.00

Total Fees: \$ 164,958.00

Blended Rate: \$ 252.11

WHEREFORE, Applicant respectfully requests (a) that an allowance be made to it, as fully described above for (i) 80% of the amount of \$164,958.00 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$ 131,966.40) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by applicant during the Fee Period (\$92,377.99); and (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates.

Respectfully submitted



Dated: February 7, 2005

Gary H. Levin
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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
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W.R. GRACE & CO., <i>et al.</i> , ²)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
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Debtors)	Objection Deadline:

FEE DETAIL FOR WOODCOCK WASHBURN'S MONTHLY FEE APPLICATION
FOR THE PERIOD DECEMBER 1, 2004 THROUGH DECEMBER 31, 2004

Intercat v. Nol-Tec

Civil Action No.: 0:03CV4886

United States District Court

District of Minnesota

12/01/2004	DRB	Deposition scheduling and preparation of witness files	1.00
12/01/2004	CEZ	Preparation for Rice Lakes deposition.	5.10
12/01/2004	CEZ	Participated in deposition of Rice Likes.	4.30
12/01/2004	KMW	Analysis of ConocoPhillips document production in support of deposition.	1.60
12/01/2004	KMW	Analysis of BP Texas City refinery deposition in support of non-infringement analysis.	0.80
12/01/2004	FTC	Attended deposition of Joseph Grell.	4.20
12/01/2004	SW	Review, analyze, and flag Intercat documents in preparation of witness file G. Santos	11.00

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12/01/2004	LL	Attended to and assisted in the preparation of witness files for Santos; prepared documents for Ziegler regarding Rice Lakes; scanned in various documents for team and client	6.00
12/02/2004	LL	Attended to and assisted in the preparation of witness files for Santos; updated privilege log; prepared court reporter for upcoming depositions; scanned in various documents for team and client	6.00
12/02/2004	SW	Review, analyze, and flag Intercat documents in preparation of witness file G. Santos	11.00
12/02/2004	FTC	Telecon with M. Weyandt and Nortec Counsel.	0.50
12/02/2004	FTC	Reviewed prior art references.	0.70
12/02/2004	KMW	Analysis of Jordan deposition transcript.	1.50
12/02/2004	KMW	Analysis of BP Texas city deposition transcript.	0.60
12/02/2004	KMW	Analysis of ConocoPhillips documents.	4.70
12/02/2004	KMW	Strategy meeting w/DRB & CEZ.	0.50
12/02/2004	CEZ	Reviewed Intercat financial documents; prepared witness binder for 30(b)(6) deposition.	6.90
12/02/2004	CEZ	Drafted letter to T. Wimbiscus regarding document production.	0.60
12/02/2004	CEZ	Met with D. Bailey and K. Whitney regarding pending depositions.	0.80
12/02/2004	GHL	Further review of witness file for 30-b-6 deposition of Intercat on damage and financial issues;	1.00
12/02/2004	DRB	Coordination for depositions of Maggio, Rightmyer, & Prestia	0.70
12/02/2004	DRB	Summary of refinery depositions	4.90
12/02/2004	DRB	Strategy meeting with Chad Ziegler and Karen Whitney regarding multiloaders	1.00
12/03/2004	DRB	Summary of third party refinery depositions	2.50
12/03/2004	DRB	Preparation for Santos deposition	4.50
12/03/2004	DRB	Revised supplemental interrogatory response on willfulness issues.	1.00
12/03/2004	SW	Review, analyze, and flag Intercat documents in preparation of witness file G. Santos	7.00
12/03/2004	LL	Attended to and assisted in the preparation of witness files for Santos and Rightmyer; prepared documents for Ziegler; updated deposition files	4.50

12/04/2004	LL	Attended to and assisted in the preparation of witness files for Santos and Rightmyer	2.50
12/05/2004	SW	Review, analyze, and flag Grace documents in preparation of witness file for Rightmyer	8.50
12/06/2004	SW	Review, analyze, and flag Grace documents in preparation of witness file for Rightmyer	8.50
12/06/2004	CEZ	Reviewed material for 30(b)(6) witness binder; prepared witness binder.	5.70
12/06/2004	CEZ	Reviewed materials gathered by Parente for 30(b)(6) deposition.	1.20
12/06/2004	LL	Attended to and assisted in the preparation of a witness file for Rightmyer; prepared Clemtex binder, financial documents and Intercat file for Ziegler; searched for various correspondence.	6.00
12/06/2004	DRB	Summary of Exxon Mobil refinery deposition	3.50
12/06/2004	DRB	Preparation for deposition of Gerald Santos	3.80
12/06/2004	DRB	Preparation of production of Ratner Prestia documents	0.90
12/06/2004	DRB	Travel to Chicago for deposition (4.8 hours - flight delay, bill at half)	2.40
12/06/2004	GHL	Review of documents and organization of witness file for damages-related 30-b-6 deposition of Intercat	3.50
12/06/2004	KMW	Analysis and summary of ConocoPhillips documents.	2.50
12/06/2004	KMW	Analysis of RatnerPrestia documents; conference w/DRB regarding the same; preparation for their production; preparation of work product log.	1.60
12/06/2004	KMW	Analysis of Jordan deposition, forward the same and signature page to Jordan.	1.30
12/06/2004	KMW	Analysis of refinery deposition testimony in support of non-infringement position.	0.80
12/07/2004	KMW	Analysis of Jordan deposition.	0.50
12/07/2004	KMW	Analysis of RatnerPrestia documents and preparation of witness binder.	2.00
12/07/2004	KMW	Analysis of Intercat's document production and identification of deficiencies.	0.40
12/07/2004	KMW	Preparation for Lincoln deposition.	0.80

12/07/2004	GHL	Review of damages-related documents newly-produced by Intercat; incorporation into witness file, and preparation of outline for 30-b-6 deposition of Intercat on financial and damages-related issues;	3.50
12/07/2004	CEZ	Reviewed documents produced by Intercat.	3.20
12/07/2004	CEZ	Prepare file for 30(b)(6) deposition on damages; incorporate exhibits.	5.50
12/07/2004	CEZ	Review Clemtex documents for use in deposition.	0.60
12/07/2004	CEZ	Prepared for Snook, Willison, and Clemtex depositions.	3.10
12/07/2004	DRB	Taking deposition of Intercat witness Gerald Santos	8.00
12/07/2004	DRB	Travel time from Chicago to Philadelphia (4.6 hours, bill at half)	2.30
12/07/2004	LL	Attended to and assisted in the preparation of a witness file for Rightmyer and Retner Prestia; produced RP documents to Wimbiscus; documents search for Ziegler regarding upcoming depositions	5.50
12/07/2004	SW	Organize documents for Rightmeyer witness kit.	3.00
12/07/2004	FTC	Reviewed operating manuals for Clemtex loaders.	0.70
12/08/2004	FTC	Reviewed correspondence requesting additional discovery materials.	1.00
12/08/2004	SW	Review, analyze and index exhibits from various refineries' depositions	5.00
12/08/2004	LL	Attended to and assisted in the preparation of financial documents for Jeff Press at Parente; prepared deposition files; updated production logs; prepared documents to send to Privratsky via e-mail and fed-ex; scanned in various documents for team and client; updated pleading and correspondence; prepared documents for Koffeyville.	5.00
12/08/2004	DRB	Deposition preparation for Paul Prestia and preparation therefor	5.50
12/08/2004	DRB	Preparation for deposition preparation of Robert Maggio and Joe Rightmyer	1.20
12/08/2004	CEZ	Prepared for Snook, Willison, and Clemtex depositions.	3.70
12/08/2004	CEZ	Met with B. Bennett in preparation for his deposition.	3.20
12/08/2004	CEZ	Met with Snook in preparation for his deposition.	2.10
12/08/2004	CEZ	Reviewed documents provided by Snook in preparation for deposition.	0.90
12/08/2004	CEZ	Met with G. Willison in preparation for his deposition.	2.70

12/08/2004	GHL	Preparation of outline for deposition of Intercat's Rule 30-b-6 deponent on damage and financial issues; review and organization of documents to be used as exhibits;	7.00
12/08/2004	GHL	Travel time to Chicago, IL, for deposition -- one hour, billed half-time	0.50
12/08/2004	KMW	Preparation of objections to Prestia deposition; preparation of witness binder and work product log for Prestia.	3.00
12/08/2004	KMW	Analysis of documents in preparation of witness binder for Lincoln contactors.	1.50
12/08/2004	KMW	Preparation for Coffeyville deposition.	0.30
12/08/2004	KMW	Analysis of local procedure and scheduling order in pursuit of motion to compel document production; conference w/Mark Privatsky regarding the same; meet and confer with Intercat regarding the same.	3.30
12/08/2004	KMW	Analysis of recently produced Intercat documents.	1.00
12/09/2004	KMW	Analysis of newly produced Intercat documents.	0.70
12/09/2004	KMW	Analysis of documents in light of discovery requests and fact-finding regarding loaders.	1.30
12/09/2004	KMW	Analysis of local rules and preparation of motion to modify case schedule; submission of the same with the court.	1.50
12/09/2004	KMW	Analysis of documents in support of non-willfulness 30(b)(6) deposition.	0.50
12/09/2004	KMW	Preparation for deposition of Nol-Tec deponents.	0.40
12/09/2004	KMW	Analysis of Grace financial documents; conference w/financial expert regarding same.	0.30
12/09/2004	GHL	Continued preparation and taking of deposition of Intercat's Rule 30-b-6 deponent on financial and damage issues;	7.50
12/09/2004	GHL	Travel from deposition in Chicago --three hours, billed half-time	1.50
12/09/2004	CEZ	Met with B. Bennett in preparation for his deposition.	0.80
12/09/2004	CEZ	Prepared for Snook, Willison, and Clemtex depositions.	2.30
12/09/2004	CEZ	Participated in Bennett; Snook; and Willison depositions.	6.20
12/09/2004	CEZ	Travel from Houston; billed at half of 4 hours.	2.00
12/09/2004	DRB	Travel for meetings in Grace Columbia (3.0 hours, bill at half)	1.50
12/09/2004	DRB	Deposition preparation for Robert Maggio and Joe Rightmyer and preparation therefor	6.80

12/09/2004	LL	Attended to and assisted in the preparation of documents for Whitney regarding Intercat documents; prepared documents for Jeff Press at Parente; prepared deposition files; prepared production files and updated production logs; prepared documents for expert regarding refineries	6.00
12/09/2004	SW	Review, analyze and index exhibits from various refineries' depositions	7.00
12/09/2004	FTC	Analysis of prior art for discussion with expert witness.	3.90
12/10/2004	FTC	Reviewed operating manuals for programmable controllers.	0.70
12/10/2004	SW	Review, analyze and index exhibits from various refineries' depositions	7.00
12/10/2004	LL	Attended to and assisted in the preparation of documents for deposition use; reproduced various Grace documents; set up court reporter for upcoming depositions	2.00
12/10/2004	CEZ	Reviewed document production from Schmidt and Intercat in preparation for Schmidt deposition.	7.80
12/10/2004	DRB	Preparation for and defending deposition of Paul Prestia	6.00
12/10/2004	DRB	Preparation for Regis Lippert deposition	0.50
12/10/2004	GHL	Fee application, applicant -- preparation of fee petition for October 2004.	1.00
12/10/2004	GHL	Consolidation of notes from 30-b-6 deposition on damage and financial issues, and preparation for continued session of that deposition directed to remaining topics of the 30-b-6 notice, including review of additional documents to be used as exhibits and preparation of outline;	2.50
12/10/2004	KMW	Analysis of Prestia documents in support of Prestia deposition.	0.50
12/10/2004	KMW	Analysis of recently produced Intercat documents.	0.50
12/10/2004	KMW	Analysis of Grace financial documents; conference w/client regarding the same; conference w/financial expert regarding the same.	4.90
12/12/2004	LL	Attended to and assisted in the preparation of witness files for Coffeyville Refinery, Western Refinery, Lincoln Contracting, and Schmidt Manufacturing	5.00

12/13/2004	LL	Attended to and assisted in the preparation of a witness file for Koffeyville, Sinclair and Western; prepared exhibits from Snatos; updated Refinery deposition binder for Bailey and Whitney; prepared documents to send to Parente; called court reporter regarding Lippert Exhibits and prepared documents for Lippert deposition	7.00
12/13/2004	CEZ	Teleconference with J. Battio of Velaro regarding Velaro depositions.	0.80
12/13/2004	SW	Complete organization of Sinclair Refinery Documents and compile witness binder for upcoming deposition; Review, analyze and index exhibits from various refineries' depositions	7.00
12/13/2004	FTC	Drafted summary of loader features.	6.10
12/13/2004	KMW	Preparation for Coffeyville deposition.	1.50
12/13/2004	KMW	Analysis of Intercat documents in preparation for Lippert deposition.	0.40
12/13/2004	KMW	Analysis of strategy for discovery and depositions.	0.50
12/13/2004	GHL	Review of further documents as produced by Intercat and organization of same for continued 30-b-6 deposition on financial and damage-related issues;	1.00
12/13/2004	CEZ	Preparation for deposition of Sinclair.	6.50
12/13/2004	DRB	Preparation for Lippert deposition	1.50
12/13/2004	DRB	Telephone conference with Coffeyville regarding Intercat subpoena	0.90
12/13/2004	DRB	Analysis of recent deposition discovery	1.20
12/13/2004	DRB	Preparation of expert invalidity positions	1.00
12/14/2004	DRB	Preparation for Regis-Lippert deposition	8.00
12/14/2004	DRB	Travel from Philly to Red Bank, New Jersey for Lippert deposition (2.0 hours bill at half)	1.00
12/14/2004	CEZ	Preparation for deposition of Sinclair; participated in deposition.	6.80
12/14/2004	GHL	Preparation of outline for continued 30-b-6 deposition of Intercat on financial and damages issues, and telephone conference with damages expert regarding matters to be addressed at the deposition;	4.00
12/14/2004	GHL	Travel time -- Travel to 30-b-6 deposition of Intercat in Shrewsbury NJ (2 hours, billed at half time)	1.00
12/14/2004	KMW	Analysis of recently produced Intercat documents.	2.70

12/14/2004	KMW	Conference and analysis w/financial experts regarding Grace financial documents and refinery depositions.	3.10
12/14/2004	KMW	Preparation of identification of testifying experts disclosure.	0.50
12/14/2004	KMW	Analysis of documents produced by Schmidt and Lincoln in preparation for the depositions of the same.	1.00
12/14/2004	KMW	Analysis of Nol-Tec interrogatories in preparation for Nol-Tec deposition.	0.80
12/14/2004	FTC	Assembled reference materials for Paul Solt; forwarded said materials to Mr. Solt.	0.80
12/14/2004	FTC	Drafted summary of Rice Lake IQplus 810 Digital Weight Indicator Operating Features.	3.20
12/14/2004	SW	Obtain and organize documents in preparation of witness binder for Coffeyville Refinery; Review, and create separate index for exhibits from various refineries' depositions	6.50
12/14/2004	LL	Attended to and assisted in the preparation of a witness file for Koffeyville and Lincoln; prepared documents to send to Parente; updated witness file for Lippert; prepared exhibits from Santos 30(b)(6); prepared file of Framland documents for Bailey; prepared intercat documents for Whitney	5.00
12/15/2004	LL	Attended to and assisted in the preparation of a witness file for Schmidt Manufacturing and Lincoln; held conversation with Esquire regarding lateness.	3.50
12/15/2004	CEZ	Reviewed materials in preparation for Schmidt deposition.	7.90
12/15/2004	SW	Obtain and organize documents in preparation of witness binder for Schmidt Refinery; Organize Coffeyville Refinery documents and compile witness binder for upcoming deposition; Search Grace and Intercat production indexes for documents relating to Western Refinery for witness binder	8.00
12/15/2004	FTC	Drafted summary of Rice Lake IQplus 810 Digital Weight Indicator Operating Features.	1.00
12/15/2004	KMW	Preparation for Lincoln deposition.	0.40
12/15/2004	KMW	Analysis of Grace financial documents.	0.80
12/15/2004	KMW	Analysis of loader operations.	1.00
12/15/2004	KMW	Preparation for Nol-Tec deposition.	0.10
12/15/2004	KMW	Analysis of recently produced Intercat documents.	1.50
12/15/2004	KMW	Analysis of documents and preparation for Schmidt deposition.	2.40

12/15/2004	GHL	Attendance at further session of deposition of Intercat President Regis Lippert, and conduct and completion of 30-b-6 deposition of Intercat on damages and financial issues.	8.40
12/15/2004	GHL	Travel time -- Travel from deposition of Intercat in Shrewsbury NJ (2.4 hours, billed half time).	1.20
12/15/2004	DRB	Preparation for and taking deposition of Regis Lippert personally and in Rule 30(b)(6) capacity	8.00
12/15/2004	DRB	Travel from Red Bank, New Jersey to Philadelphia (2.2 hours, bill at half)	1.10
12/16/2004	DRB	Preparation for deposition of Robert Maggio and Joe Rightmyer	2.90
12/16/2004	DRB	Preparation of Coffeyville deposition	0.50
12/16/2004	GHL	Consolidation of notes from damages 30-b-6 deposition, and telephone conference with damages experts regarding testimony taken at the deposition;	1.50
12/16/2004	KMW	Preparation for Schmidt deposition.	0.60
12/16/2004	KMW	Analysis of Grace financial documents and telephonic conference w/experts and client regarding the same.	1.40
12/16/2004	KMW	Analysis of interrogatories and deposition transcripts in preparation for Nol-Tec deposition.	3.10
12/16/2004	KMW	Travel to Nol-Tec deposition in Minneapolis, MN of 4 hours, billed at 1/2 time.	2.00
12/16/2004	KMW	Analysis of Jordan deposition transcript.	1.00
12/16/2004	FTC	Held telecon with expert witness regarding report.	0.50
12/16/2004	FTC	Reviewed transcript of Nov. 15, 2004 deposition of Alfred Jordan.	1.30
12/16/2004	FTC	Reviewed prior art references; considered and summarized the relevance of said references on the validity of U.S. patent no. 5,389,236.	3.80
12/16/2004	SW	Organization of Coffeyville Refinery documents and Western Refinery documents in preparation for witness binder for upcoming deposition	7.00
12/16/2004	CEZ	Reviewed materials in preparation for Schmidt deposition; participated in Schmidt deposition.	6.80
12/16/2004	LL	Attended to and assisted in the preparation of a witness file for Lincoln; prepared documents to send to Parente; document search for pleading and correspondence for Bailey	5.00
12/17/2004	LL	Attended to and assisted in the preparation of a witness file for Lincoln; prepared documents to send to damage experts.	2.50

12/17/2004	CEZ	Drafted outline of questions for Coffeyville deposition.	2.00
12/17/2004	CEZ	Reviewed document production from Lincoln contractors and Intercat in preparation for Lincoln contractors deposition.	6.50
12/17/2004	SW	Organization of Coffeyville Refinery documents and Western Refinery documents in preparation for witness binder for upcoming deposition; Produce Royalty Agreements from Grace	7.00
12/17/2004	KMW	Defend and cross-examine Nol-Tec deponents J. Paulson and M. Weyandt.	8.00
12/17/2004	KMW	Travel from Nol-Tec deposition 4 hours, billed at 1/2 time.	2.00
12/17/2004	KMW	Analysis of Jordan deposition.	1.00
12/17/2004	DRB	Preparation for deposition of Robert Maggio, Esquire and Joe Rightmyer	1.00
12/17/2004	DRB	Defending deposition of Robert Maggio and Joe Rightmyer	4.50
12/17/2004	DRB	Travel to/from Columbia, Maryland for depositions (5 hrs., billed at half)	2.50
12/20/2004	DRB	Preparation for and taking deposition of Coffeyville refinery	6.20
12/20/2004	KMW	Analysis of Grace models in support of non-infringement position.	0.50
12/20/2004	KMW	Analysis of recently produced Intercat documents.	0.50
12/20/2004	SW	Organize deposition exhibits and add to binders; Scan exhibits for Lincoln Witness Kit for phone deposition	2.00
12/20/2004	CEZ	Preparation for Lincoln contractors deposition.	5.70
12/20/2004	LL	Attended to and assisted in the preparation of a witness file for Lincoln Contractors; scanning in documents for Ziegler	3.00
12/21/2004	CEZ	Preparation for Lincoln contractors deposition; participated in Lincoln contractors deposition.	8.10
12/21/2004	SW	Organize deposition exhibits and incorporate into binders	7.00
12/21/2004	FTC	Reviewed and considered testimony of M. Evans concerning Intercat pneumatic loaders.	2.50
12/21/2004	FTC	Considered the potential effect of various prior art references on the validity of U.S. patent no. 5,389,236.	4.10
12/21/2004	LL	Attended to and assisted in the preparation of a witness file; updated pleading and correspondence books; prepared documents for expert; updated production files; scanned in documents for team and client	3.50
12/21/2004	KMW	Preparation of deposition of Lincoln Contractors.	0.40

12/21/2004	KMW	Analysis of Grace models in support of non-infringement position.	0.50
12/21/2004	DRB	Consideration of stipulation regarding documents	0.40
12/22/2004	DRB	Work with expert on preparation of report on patent invalidity.	4.00
12/22/2004	DRB	Telephone conference with expert regarding noninfringement and invalidity	1.00
12/22/2004	KMW	Analysis of recently produced Intercat documents.	1.90
12/22/2004	KMW	Analysis of Grace models in support of non-infringement position.	1.50
12/22/2004	KMW	Analysis of Intercat's models in support of non-infringement position.	1.00
12/22/2004	KMW	Legal research and analysis of claim validity.	2.40
12/22/2004	FTC	Considered the potential effect of various prior art references on the validity of U.S. patent no. 5,389,236.	1.60
12/22/2004	CEZ	Reviewed documents recently produced by Intercat.	2.30
12/22/2004	CEZ	Reviewed draft supplemental prior art statement.	0.30
12/23/2004	CEZ	Grace meeting to discuss outstanding discovery and case management issues.	2.00
12/23/2004	CEZ	Prepared memorandum regarding refinery depositions; reviewed and analyzed refinery deposition transcripts for Wynnewood and CHS.	3.20
12/23/2004	LL	Attended to and assisted in the preparation of deposition files; undated production logs and attended team meeting.	4.00
12/23/2004	FTC	Team meeting to discuss case status.	2.00
12/23/2004	FTC	Considered the potential effect of various prior art references on the validity of U.S. patent no. 5,389,236.	2.40
12/23/2004	KMW	Strategy meeting.	2.00
12/23/2004	DRB	Team strategy meeting regarding fact and expert discovery	1.50
12/23/2004	DRB	Preparation of expert report	1.90
12/23/2004	GHL	Meeting with trial team to review status of discovery, preparation of expert reports, and general case strategy;	2.00
12/27/2004	GHL	Fee Application, applicant -- preparation of fee application for November 2004.	0.80
12/27/2004	DRB	Preparation for and meeting with Gerald Teitman regarding expert reports	5.50
12/27/2004	FTC	Revised prior art statement.	0.50

12/28/2004	FTC	Forwarded draft supplemental prior art statement to Plaintiff's counsel.	0.30
12/28/2004	CEZ	Met with D. Bailey to discuss discovery issues.	0.80
12/28/2004	CEZ	Teleconference with P. Arnold regarding 236 patent files.	0.70
12/28/2004	DRB	Meeting with expert Gerry Teitman concerning invalidity	4.00
12/28/2004	DRB	Work with expert on preparation of invalidity report	3.50
12/28/2004	KMW	Legal research and analysis related to invalidity.	0.50
12/28/2004	KMW	Preparation for meeting w/invalidity expert; meeting w/expert and DRB; analysis of documents in support of invalidity positions.	4.40
12/28/2004	KMW	Analysis of InterCat documents.	0.60
12/29/2004	KMW	Analysis of Grace financial documents.	2.00
12/29/2004	KMW	Analysis of InterCat discovery and correspondence with the same regarding deficiencies.	2.00
12/29/2004	KMW	Analysis of loader operations.	0.40
12/29/2004	KMW	Analysis of prior art in support of invalidity position.	0.30
12/29/2004	KMW	Analysis of InterCat document production.	0.50
12/29/2004	DRB	Preparation of motion to and pleadings for best mode defense	3.00
12/29/2004	DRB	Preparation of expert report on claim invalidity	2.50
12/29/2004	DRB	Discovery stipulation and document production issues	1.00
12/29/2004	CEZ	Teleconference with InterCat counsel regarding discovery issues.	0.50
12/29/2004	CEZ	Drafted motion pertaining to 236 patent files.	3.40
12/30/2004	CEZ	Met with P. Solt and F. Carroll regarding invalidity defense.	6.00
12/30/2004	CEZ	Met with F. Carroll regarding invalidity report.	0.50
12/30/2004	FTC	Meeting with Paul Solt to discuss expert report concerning invalidity.	7.50

SERVICES

\$ 164,958.00

GHL	GARY H. LEVIN	47.90	hours at \$	460.00
DRB	DAVID R. BAILEY	126.60	hours at \$	380.00
CEZ	CHAD E. ZIEGLER	139.50	hours at \$	290.00
FTC	FRANK T. CARROLL	49.30	hours at \$	270.00
KMW	KAREN MILLANE WHITNEY	96.50	hours at \$	210.00
LL	LARRY LABELLA	82.00	hours at \$	130.00

SW SUZANNE WALLACE 112.50 hours at \$ 90.00

DISBURSEMENTS:

ASSOCIATE SERVICES	4,257.17
FACSIMILE	98.50
WITNESS/EXPERT FEES	60,331.32
COURT REPORTERS	9,473.70
POSTAGE & DELIVERY	730.64
PHOTOCOPYING	11,032.15
COMPUTER SEARCH	743.32
TRAVEL & EXPENSES	5,711.19

DISBURSEMENT TOTAL	\$ 92,377.99
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SERVICE TOTAL	\$ 164,958.00
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INVOICE TOTAL	\$ 257,335.99
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12/06 – 12/07/04 Travel and Expense: Vendor David R. Bailey

Transportation:	Purpose of trip: Santos Deposition in Chicago, IL	
12/06/04	USAir flight 224	
	Philadelphia, PA to Chicago, IL	
12/07/04	USAir Flight 126	
	Chicago, IL to Philadelphia, PA	\$ 218.20
Lodging		\$ 292.19
Parking:		\$ 52.00
Taxis:		\$ 97.00
Miles:	70 miles @\$0.325	\$ 23.00
Meals:		\$ 35.00
Tips and Other Expenses:		\$ 3.00

TOTAL EXPENSE: \$ 685.39

12/07 – 12/09/04 Travel and Expense: Vendor Chad Ziegler

Transportation: Purpose of trip: Deposition in Houston, TX

12/07/04 Continental Airlines Flight No. 1077

Philadelphia, PA to Houston, TX

12/09/04 Continental Airlines Flight No. 1923

Houston, TX to Philadelphia, PA

\$ 789.70

Lodging

\$ 512.62

Parking:

\$ 91.00

Taxis:

\$ 88.20

Meals:

\$ 67.11

Car Rental:

\$ 92.86

TOTAL EXPENSE: \$1,641.49

12/08/04 – 12/09/04 Travel and Expense: Vendor Gary H. Levin

Transportation:	Purpose of trip: 30(b)(6) Deposition in Chicago, IL	
12/08/04	Philadelphia, PA to Chicago, IL	
12/09/04	Chicago, IL to Philadelphia, PA	\$ 218.20
Lodging		\$ 227.04
Parking:		\$ 34.00
Taxis:		\$ 83.00
Miles:	20 miles @\$0.325	\$ 6.50
Meals:		\$ 65.12
Tips and Other Expenses:		\$ 2.00

TOTAL EXPENSE: \$ 635.86

12//09/04

Travel and Expense: Vendor David R. Bailey

Transportation: Purpose of trip: Deposition Preparation in Columbia, MD

12/09/04 Amtrak to/from Philadelphia, PA/Columbia, MD \$ 130.00

Parking: \$ 33.00

Miles: 50 miles @\$0.325 \$ 16.25

Meals: \$ 3.29

TOTAL EXPENSE: \$ 182.54

12/10/04

Travel and Expense: Vendor David R. Bailey

Transportation: Purpose of trip: Deposition Preparation in Columbia, MD

Parking: \$ 18.00

Miles: 50 miles @\$0.325 \$ 16.25

TOTAL EXPENSE: \$ 34.25

12/14 – 12/15/04 Travel and Expense: Vendor David R. Bailey

Transportation:	Purpose of trip: Deposition in Shrewsbury, NJ	
Lodging		\$ 209.76
Parking:		\$ 23.00
Tolls:		\$ 15.00
Miles:	245 miles @\$0.325	\$ 79.63
Meals:		\$ 58.40

TOTAL EXPENSE: \$ 385.69

12/14 – 12/15/04 Travel and Expense: Vendor Gary H. Levin

Transportation: Purpose of trip: Deposition in Shrewsbury, NJ

Lodging **\$ 175.56**

TOTAL EXPENSE: \$ 175.56

12/16 – 12/17/04 Travel and Expense: Vendor Karen Millane Whitney

Transportation: Purpose of trip: Nol-Tec Deposition in Minneapolis, MN

12/16/04 Philadelphia, PA to Minneapolis, MN

12/17/04 Minneapolis, MN to Philadelphia, PA \$ 1,210.20

Lodging \$ 369.34

Car Rental: \$ 126.60

Taxis: \$ 30.00

Meals: \$ 22.02

TOTAL EXPENSE: \$1,758.16

12/17/04

Travel and Expense: Vendor David R. Bailey

Transportation: Purpose of trip: Deposition Preparation in Columbia, MD

12/17/04 Amtrak to/from Philadelphia, PA/Columbia, MD \$ 93.00

Parking: \$ 15.00

Taxis: \$ 78.00

Miles: 50 miles @\$0.325 \$ 16.25

Meals: \$ 10.00

TOTAL EXPENSE: \$ 212.25